

DECLARATION AND POWER OF ATTORNEY

Docket No. X-16126

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name.

I believe I am the original, first, and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the invention entitled

SELECTIVE ESTROGEN RECEPTOR MODULATORS

which is described and claimed in the specification which:

(check is attached hereto.
one) was filed on 18 January 2005
as United States Application Serial No.

or

PCT International Application No. PCT/US05/00022
and was amended on _____ (if applicable).

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information which is material to patentability as defined 37 C.F.R. 1.56.

I hereby claim the benefit under Title 35, United States Code, §119(e) of any United States provisional patent application(s) listed below.

60/538,303
(Application Number)

22 January 2004
(Filing Date)

(Application Number)

(Filing Date)

Power of Attorney: As a named inventor, I hereby appoint the attorneys and/or agent(s) associated with customer number 25885 to prosecute this application and transact all business in the Patent and Trademark Office.

Send correspondence to the address associated with the customer number.

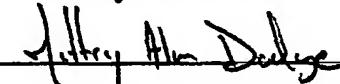
I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Full Name of Sole or

Jeffrey Alan DODGE

or First Inventor

Inventor's Signature

 Date: 02/07/ 2005

Residence Address

7110 Lantern Road
Indianapolis, Indiana 46256

Post Office Address

SAME AS ABOVE

Citizenship

United States of America

Full Name of Second

Scott Alan FRANK

Joint Inventor, if Any:

Inventor's Signature:

 Date: 2/07/ 2005

Residence Address

5421 Cranley Circle
Indianapolis, Indiana 46220

Post Office Address

SAME AS ABOVE

Citizenship

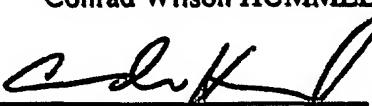
United States of America

Full Name of Third

Conrad Wilson HUMMEL

Joint Inventor, if Any:

Inventor's Signature

 Date: 3/23/05 2005

Residence Address

1211 Kennedy Avenue
Louisville Colorado 80027

Post Office Address

SAME AS ABOVE

Citizenship

United States of America